



CIS  
CORPORATION

February 21, 1986

Honorable James H. Bayne  
Secretary, Interstate Commerce Commission  
Washington, D.C. 20423

14903  
RECORDATION F.O. 1425  
FILED 1425  
909 Montgomery Street  
San Francisco, California 94133  
(415) 788-7900  
Telex Number 9103722198

REC'D FEB 24 1986 - 9 55 AM  
INTERSTATE COMMERCE COMMISSION

Harold Siegel  
\$10.00 filing fee

Dear Mr. Bayne:

On behalf of CIS Corporation, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, five (5) enclosed executed counterparts of a secondary document, not previously recorded, entitled Amendment Number One to Lease of Railroad Equipment, dated as of February 20, 1986.

The parties to the said enclosed document are:

CIS Corporation - Lessor  
909 Montgomery Street  
San Francisco, California 94133

Missouri-Kansas-Texas Railroad Co. - Lessee  
701 Commerce Street  
Dallas, Texas 75202

3/24/86  
10.00  
Washington, D.C.

The said document amends that certain Lease of Railroad Equipment, dated as of February 18, 1986, between CIS Corporation and Missouri-Kansas-Texas Railroad Company, which was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. § 11303, on February 14, 1986 at 12:45 p.m. and was assigned recordation number 14903.

The equipment covered by the Lease is the described as follows:

Forty (40) fully-equipped screened bi-level Auto Racks bearing Lessee's numbers T-100 through T-139, both inclusive, mounted on Trailer Train flat cars.

Enclosed is our check in the amount of ten dollars (\$10.00) in payment of the filing fee.

Once this filing has been made, please return to bearer four (4) stamped counterparts of the document not required for filing purposes, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Sincerely,

Patricia L. Wilson  
Patricia L. Wilson  
Corporate Counsel

PLW:sle  
Enclosure

think this will be 1490 -A

Patricia L. Wilson

FEB 24 1986 - 9 35 AM

INTERSTATE COMMERCE COMMISSION

AMENDMENT NUMBER ONE

TO

LEASE OF RAILROAD EQUIPMENT

THIS AMENDMENT NUMBER ONE ("Amendment") to that certain Lease of Railroad Equipment, dated as of February 18, 1986 ("Lease"), between CIS Corporation ("Lessor") and Missouri-Kansas-Texas Railroad Company ("Lessee") is made as of February 20, 1986 between Lessor and Lessee.

WITNESSETH

WHEREAS, the Lease was recorded with the Interstate Commerce Commission pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on February 14, 1986 at 12:45 p.m. and assigned recordation number 14903; and

WHEREAS, Lessor and Lessee desire to amend the Lease;

NOW, THEREFORE, in consideration of the mutual premises and agreements made herein, Lessor and Lessee hereby agree as follows:

1. The first sentence of the Lease is hereby deleted in its entirety and the following is hereby substituted therefor:

"LEASE OF RAILROAD EQUIPMENT, dated as of February 18, 1986, between CIS Corporation, a New York corporation (hereinafter called Lessor), and Missouri-Kansas-Texas Railroad Company, a Delaware corporation (hereinafter called Lessee)."

2. The word "California" in the fourth line of the first notarial paragraph on page 43 of the Lease is hereby deleted and replaced with the words "New York".

3. Except as expressly modified by this Amendment, all terms and provisions of the Lease shall remain in full force and effect.

4. This Amendment may be executed by the parties hereto in any number of counterparts and all said counterparts taken together shall be deemed to constitute one and the same instrument.

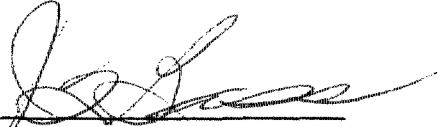
CIS CORPORATION

By:   
Its: Vice President

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY

By:   
Its: Vice President

Attest:

  
Secretary

STATE OF CALIFORNIA )  
 ) SS.:  
COUNTY OF SAN FRANCISCO )

On this 20 day of February, 1986, before me, Cleo De La Montanya, a Notary Public of said State, duly commissioned and sworn, personally appeared Alex A. Najjar, to me personally known, who by me being duly sworn, says that he is Vice President of CIS Corporation, a New York corporation, and that the foregoing instrument was signed and sealed on behalf of said corporation for the purposes and consideration therein expressed, and as the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



[Seal]

Cleo De La Montanya  
Notary Public

STATE OF TEXAS )  
 ) SS.:  
COUNTY OF DALLAS )

On this 2nd day of February, 1986, before me Virginia A. Schoeneberger, a Notary Public of said State, duly commissioned and sworn, on this day personally appeared H. O. Brandt, known to me to be the person whose name is subscribed to the foregoing instrument, and known to me to be a Vice President of Missouri-Kansas-Texas Railroad Company, a Delaware corporation, and acknowledged to me that he executed said instrument for the purposes and consideration therein expressed, and as the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

[Seal]

Virginia A. Schoeneberger  
Notary Public  
My commission expires 3-24-90.